

**MARICOPA COUNTY STADIUM DISTRICT BOARD OF DIRECTORS MINUTE BOOK**

**June 4, 2003**

The Board of Directors of Maricopa County Stadium District, Phoenix, Arizona convened at 9:00 a.m., June 4, 2003, in the Board of Supervisors' Auditorium, 205 W. Jefferson, Phoenix, Arizona, with the following members present: Fulton Brock, Chairman; Andy Kunasek, Vice Chairman; Don Stapley, Max W. Wilson, and Mary Rose Wilcox. Also present: Fran McCarroll, Clerk of the Board; Shirley Million, Administrative Coordinator; David Smith, County Administrative Officer; and Paul Golab, Deputy County Attorney. Votes of the Members will be recorded as follows: (aye-no-absent-abstain).

**PERSONNEL AGENDA**

There were no personnel agenda changes to report at this time.

**INCREASES IN OPERATIONS EXPENSE AND REVENUE BUDGETS**

Motion was made by Director Wilcox, seconded by Supervisor Kunasek, and unanimously carried (5-0) to approve an increase to the Stadium District's, FY 2002-2003 Operations expense budget in the amount of \$10,000 for Sheriff Services provided during the first half of the 2003 Season Diamondback Games held at Bank One Ballpark. Also, approve an increase to the Stadium District's, FY 2002-2003 Operations revenue budget in the amount of \$10,000 for reimbursement from the Diamondbacks for Sheriff Services provided during the first half of the 2003 Season Diamondback Games held at Bank One Ballpark. (C68030048) (ADM5500-003)

**CHANGES IN MLB OPERATIONS BUDGET TO ALLOW FOR PROPER BUDGETING AND FINANCIAL REPORTING**

Under the Activities Agreement, Article 8 Section 8.1, the District shall deposit 50% of net revenue from the previous calendar year into the Long-Term Project Reserve Account. As a result of greater than anticipated revenue from District Events and attendance-based contractual payments from the Diamondbacks, the transfer to the long-term project reserve fund will be larger than originally budgeted. Thus, a budget increase to transfers out of fund 253 in the amount of \$320,000 and a corresponding budget increase to transfers in to fund 450 in the amount of \$320,000 is required. Motion was made by Director Wilcox, seconded by Supervisor Kunasek, and unanimously carried (5-0) to approve the following changes to the Stadium District FY 2002-2003 MLB Operations Budget to allow proper budgeting and financial reporting of the District transfer of 50% of net revenue from the previous calendar year to the long-term project reserve fund.

- a) Fund 253 - Increase transfers out by \$320,000.
- b) Fund 450 - Increase transfers in by \$320,000.
- c) Fund 900 - Increase elimination fund transfers out by \$320,000.
- d) Fund 900 - Increase elimination fund transfers in by \$320,000.

These budget changes will allow the transfer from MLB Operations to the long-term project reserve fund to be properly reflected in the budget and financial statements. The total transfer to the long-term project reserve is estimated to be \$900,000. (C68030058) (ADM5500-003)

**AFP AMENDMENT TO THE RELATED USE AGREEMENTS**

Motion was made by Director Wilcox, seconded by Supervisor Kunasek, and unanimously carried (5-0) to approve and authorize the execution of the "AFP Amendment to the Related Use Agreements" ("The

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Amendment") among the Stadium District and AZPB LIMITED PARTNERSHIP, (the "Team"); AZPB FM LIMITED PARTNERSHIP, (the "Facility Manager"); and AZPB REM LIMITED PARTNERSHIP, (the "Real Estate Manager"). The Team, the Facility Manager and the Real Estate Manager are referred to herein collectively as the "Team Affiliates." This Amendment amends the Related Use Agreements that govern the use, management and operation of Bank One Ballpark to allow the District to utilize the services of the Maricopa County Facilities Management Department ("MC-FMD") to access a simplified and expedited inspection and permitting program for constructing certain qualifying improvements at the ballpark. The City of Phoenix currently operates such a program which MC-FMD participates in, and the Maricopa County Planning and Development Department is in the process of establishing its own program. Under this amendment the District can utilize MC-FMD services to access whichever program MC-FMD is working with. The amendment provides that the Team Affiliates are responsible for all costs associated with these services except for those services required because of construction requested by the District. Additionally, the Team Affiliates indemnify the District and the County from any liability that may arise relating to the services provided under this Amendment. The amendment may be cancelled by any party upon 60-days written notice. The amendment has an effective date of December 1, 2002. The District would access MC-FMD services for this purpose through an existing IGA between the District and Maricopa County (CS941261). (C68030061) (C6780)

**STADIUM SOD REPLACEMENT AGREEMENT**

Motion was made by Director Wilcox, seconded by Supervisor Kunasek, and unanimously carried (5-0) to approve the "Stadium Sod Replacement Agreement" (the "Sod Agreement") among the Maricopa County Stadium District (the "District") AZPB Limited Partnership (the "Team") and AZPB Limited Partnership (the "Facility Manager"). The Sod Agreement modifies the process by which the District may completely resod the playing field at Bank One Ballpark during the Off-Season and to the extent necessary to comport with the terms of this Sod Agreement, amends the Facility Use Agreement and Facility Management Agreement among the parties which govern the use and management of Bank One Ballpark. Under the Sod Agreement, the District commits to paying the cost of completely resodding the playing field at the conclusion of each of four Off-Seasons. In fact the District has paid for a complete resodding of the playing field at the end of each Off-Season because of the use of the field for District Events. The agreement provides for a "not to exceed" \$50,000 cost for the resodding with payment to be made based on actual invoice amounts. Additionally, the District agrees to pay a \$10,000 fee for Facility Manager services that covers all costs for materials and services necessary to bring the field to playing condition. District staff expect this fixed fee approach to result in significant savings to the District. Additionally, the agreement provides that as long as the District turns over the field to the Team to begin resodding by February 21 of each year (or February 22 in a "leap year"), No Team approval is necessary for the timing of the resodding and the District is free to schedule any events during the Off-Season and is not subject to an objection that the event constitutes a "field jeopardizing use" under the FUA. The Sod Agreement has an effective date of January 1, 2003, and terminates at the conclusion of the Off-Season following the 2005 Major League Baseball season. That Off-Season concludes with the first Home Game of the 2006 baseball season. The Sod Agreement may be terminated earlier upon 60-days written notice. (C68030070) (C6824)

**MEETING ADJOURNED**

There being no further business to come before the Board, the meeting was adjourned.

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Fulton Brock, Chairman of the Board

ATTEST:

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Fran McCarroll, Official Record Keeper